

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

RECORDATION NO. 681424 Filed & Recd.
OCT 3 1974 - 9:45 AM
INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Helen Joy Krug, a Notary Public
in and for said County, states that she compared the attached copy
of the Bill of Sale dated the 30th day of September, 1974,
from Union Tank Car Company to The First National Bank of Chicago
with the original document, and certifies that it is a true and
correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed
her signature and notarial seal this 30th day of September,
1974.

Helen Joy Krug
Notary Public

BILL OF SALE

Union Tank Car Company

to

The First National Bank of Chicago, as Trustee
under Equipment Trust Agreement dated as of
September 15, 1972

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, the receipt whereof is hereby acknowledged, Union Tank Car Company, a Delaware corporation (herein the "Company"), has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver, unto The First National Bank of Chicago, as Trustee under that certain Equipment Trust Agreement dated as of September 15, 1972 (the "Trust Agreement"), between the Company and said The First National Bank of Chicago, 584 railroad cars (herein the "cars"), each identified with the initials UTLX (unless otherwise indicated), and more fully described in Schedule A attached hereto and hereby incorporated herein and made a part hereof.

The Company hereby warrants title to the cars is free from all liens and encumbrances (including any leasehold interest therein) other than the rights of the Company under the Trust Agreement.

TO HAVE AND TO HOLD the cars unto The First National Bank of Chicago, Trustee, and its successors and assigns, forever.

IN WITNESS WHEREOF, Union Tank Car Company has caused this instrument to be duly executed by its proper corporate officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested this 30th day of September, 1974.

UNION TANK CAR COMPANY

By H. B. Brouder
Vice President

(CORPORATE SEAL)

ATTEST:

W. B. Moore
Assistant Secretary

STATE OF ILLINOIS)

COUNTY OF COOK

On this 30th day of September, 1974, before me a

Notary Public in and for said County, personally appeared

W. B. Browder and W. B. Moore, to me personally known,

who being by me duly sworn did say that they are a Vice

President and an Assistant Secretary, respectively, of

Union Tank Car Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation,

that said instrument was signed and sealed on behalf of

said corporation by authority of its Board of Directors,

and said W. B. Browder and W. B. Moore acknowledged that

the execution of the foregoing instrument was the free act

and deed of said corporation.

Notary Public

My Commission Expires July 10, 1976

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity In Gallons</u>	<u>Road Numbers</u>
4	TM	20,000	58072 - 58075
3	TM	20,000	58076 - 58078
1	TM	29,200	40805
6	TM	29,200	40807 - 40812
1	TM	29,200	40814
1	TMI	22,800	73502
1	TMI	22,800	73505
2	TMI	22,800	73510 - 73511
1	TMI	22,800	73519
1	TMI	22,800	73525
1	TMI	22,800	73533
1	TMI	22,800	73656
1	TMI	22,800	73658
1	TMI	22,800	73675
1	TMI	22,800	73685
1	TMI	22,800	73763
5	TP	33,800	29697 - 29701
8	TP	33,800	29702 - 29709
2	TP	33,800	29711 - 29712
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SERIES C

SCHEDULE A
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DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	A.A.R. Mechanical Designation <u>Code</u>	Capacity <u>In Gallons</u>	<u>Road Numbers</u>
100	Covered Hoppers	4,750 cu.ft.	121273 - 121372

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	A.A.R. Mechanical Designation Code	Capacity In Gallons	Road Numbers
10	TA	13,700	14196 - 14205
5	TA	13,700	14207 - 14211
1	TA	14,000	14377
10	TA	14,000	14400 - 14409
1	TA	14,000	14412
1	TA	14,000	14420
1	TA	14,000	14423
8	TA	14,000	14432 - 14439
8	TA	14,000	14443 - 14450
1	TA	14,000	14454
8	TA	14,000	14493 - 14500
1	TA	14,000	14505
1	TA	14,000	14507
1	TM	13,300	72973
4	TM	13,300	72980 - 72983
1	TM	13,300	72987
3	TM	13,300	72984 - 72986
12	TM	13,300	72988 - 72999
1	TM	13,500	76437
2	TM	16,000	25289 - 25290
1	TM	16,000	25298
2	TM	16,000	25300 - 25301
22	TM	16,000	25303 - 25324
1	TM	17,000	78635
1	TM	20,000	46372
2	TM	20,000	46385 - 46386
4	TM	20,000	46388 - 46391
1	TM	20,000	46393
13	TM	20,000	46395 - 46407
11	TM	20,000	46409 - 46419
1	TM	20,000	46408
5	TM	20,000	72717 - 72721
2	TM	20,000	72724 - 72725
15	TM	20,000	72727 - 72741
1	TM	20,000	72743
1	TM	20,000	72745
1	TM	23,000	78397
1	TM	23,000	78475
1	TM	23,000	78480
1	TM	23,000	78656
1	TM	23,000	78673
1	TM	23,000	78692
1	TM	23,000	79109
1	TM	23,000	79273

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity In Gallons</u>	<u>Road Numbers</u>
1	TM	23,000	79297
1	TM	23,000	79327
1	TM	23,000	79880
1	TM	23,000	79997
16	TM	23,500	72757 - 72772
5	TM	23,500	72774 - 72778
1	TM	23,500	77505
1	TM	23,500	77529
1	TM	23,500	77544
1	TM	23,500	77555
1	TM	23,500	77562
3	TM	23,500	77564 - 77566
2	TM	23,500	77571 - 77572
1	TM	23,500	77577
1	TM	23,500	77580
1	TM	23,500	77623
1	TM	23,500	77628
1	TM	23,500	77640
1	TM	23,500	77647
1	TM	23,500	77654
3	TM	26,000	46739 - 46741
3	TMI	20,000	*1001 - 1003
1	TP	17,000	28310
4	TP	17,000	28312 - 28315
1	TP	17,000	28317
9	TP	17,000	28319 - 28327
7	TP	17,000	28329 - 28335
1	TP	17,000	28337
200	Covered	4,750 cu.ft.	45800 - 45999
542	Hoppers		
584			

NOTE * Lettered BAYX